

Exhibit D**W.R. GRACE & CO. ET. AL.**

Professional Services Rendered by Edwin N. Ordway, Jr.

For the period October 1, 2001 through October 31, 2001

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
1-Oct	1	Met with counsel to review 5 year business plan.	1.0
	1	Discussed with counsel various tax related issues related to the impact of certain reorganization scenarios affecting the Company NOL position, limitation on carryback opportunities and tax implications of cash repatriation from foreign subsidiaries.	1.1
	4	Reviewed/edited information request list for tax data.	0.2
2-Oct	3	Reviewed draft of report on 5 year business plan and made modifications thereto.	1.5
4-Oct	1	Conference call with Committee member to discuss case status.	0.3
5-Oct	7	Reviewed draft of Project Chi analysis and made modifications thereto.	0.7
9-Oct	6	Read and analyzed recent court motions.	0.5
	4	Read and analyzed current monthly financial report.	0.6
17-Oct	4	Reviewed and analyzed tax data.	0.6
18-Oct	4	Reviewed open information list prepared by colleague.	0.3
24-Oct	5	Prepared fee application.	1.1
	4	Reviewed and analyzed tax data.	0.6
26-Oct	1	Discussed report on 5 year plan with Committee member.	0.5
29-Oct	4	Updated work plan for WR Grace for near-term activities.	0.6
Total Hours - October			<u><u>9.6</u></u>

Exhibit D

W.R. GRACE & CO. ET. AL.
Professional Services Rendered by Laureen Ryan
For the period October 1, 2001 through October 31, 2001

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
1-Oct	6	Calls with team members and related research in regard to asbestos liability.	0.5
2-Oct	1	Attended Steering Committee meeting at Stroock to interview asbestos consultant.	2.0
		Total Hours - October	<u><u>2.5</u></u>

Exhibit D

W.R. GRACE & CO. ET. AL.
Professional Services Rendered by Sean Cunningham
For the period October 1, 2001 through October 31, 2001

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
1-Oct	1	Met with legal and tax counsel to review results of 5 year business plan.	1.0
	1	Discussed with counsel various tax related issues related to the impact of certain reorganization scenarios affecting the Company NOL position, limitation on carryback opportunities and tax implications of cash repatriation from foreign subsidiaries.	1.1
	4	Developed an information checklist pertaining to tax detail per the above analysis.	0.8
	7	Prepared additional analysis of Project CHI acquisition.	1.3
3-Oct	7	Participated in conference call with Grace management re: Project CHI acquisition.	1.5
	7	Prepared draft written analysis for unsecured committee outlining strategic, economic rationale of Project CHI.	5.1
4-Oct	4	Discussed agenda for 10/10/01 meeting with Company and status of information request pertaining to the Company's 5 year plan.	0.5
	7	Reviewed draft of Project CHI report, prepared additional financial analysis.	0.5
	7	Reviewed final draft of Project Chi report to unsecured committee.	0.8
	7	Prepared additional analysis of Project CHI acquisition.	1.7
10-Oct	4	Participated in meeting with senior management of WR Grace to review balance sheet reserve valuation for certain prepetition taxes, EPA, divested business liabilities and asbestos claim reserves.	6.0
	3	Reviewed August financial results with Grace management.	0.5
	4	Prepared analysis comparing reserve capital outlays as presented at management meeting with 5 year projection.	1.5
	3	Summarized findings of meeting with management.	1.5

12-Oct	1	Updated counsel to unsecured committee regarding meeting with management and discussed Company's continued reluctance to provide sufficient supporting documentation.	0.4
15-Oct	3	Reviewed August financial results prior to submission to unsecured committee.	1.3
16-Oct	7	Reviewed final draft of report on Project CHI acquisition prior to submission to unsecured committee.	1.8
	7	Reviewed CHI report with counsel and chairman.	0.6
17-Oct	4	Reviewed tax information for FY 2000 received from Company. Forwarded FY 2000 final return to tax counsel for committee.	2.8
	4	Participated in conference call with Company and Company financial advisor to review State of Washington tax settlement and open issues pertaining to open information requests.	0.7
	1	Discussed open information request and continued lack of detailed financial information received from Company with counsel.	0.7
18-Oct	4	Reviewed FY 2000 tax and other information pertaining to 5 year plan received from Company.	2.5
19-Oct	1	Participated in conference call with Company counsel, committee counsel, Blackstone to discuss continued limitation on information disseminated from Company pertaining to information requests re: Legacy Liability.	1.3
	1	Participated in calls with various committee members re: Project CHI and 5 year business plan analysis previously forwarded.	1.0
29-Oct	4	Reviewed tax information received from Company pertaining to NOL, AMT and foreign tax credit positions.	1.5
31-Oct	4	Reviewed status of open tax and legacy liability information requests with counsel.	1.0
Total Hours - October			<u><u>39.4</u></u>

Exhibit D

W.R. GRACE & CO. ET. AL.
Professional Services Rendered by Jeffrey Schwendeman
For the period October 1, 2001 through October 31, 2001

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
2-Oct	6	Analyzed recent news and industry trade reports relating to recent asbestos litigation negotiations.	1.0
11-Oct	6	Analyzed recent news and industry trade reports relating to recent asbestos litigation negotiations.	0.8
17-Oct	6	Analyzed recent peer group operating results and industry economic data.	0.9
26-Oct	6	Analyzed economic and peer group projections of Company industry segments re: intermediate and long-term industry growth assumptions.	1.3
Total Hours - October			<u><u>4.0</u></u>

Exhibit D

W.R. GRACE & CO. ET. AL.
Professional Services Rendered by Craig MacCallum
For the period October 1, 2001 through October 31, 2001

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
3-Oct	7	Reviewed Project Chi material in preparation for conference call with Debtor.	0.7
	7	Participated in conference call re: Project Chi.	1.0
	7	Continued with preparation of draft analysis and report regarding Project CHI acquisition.	1.3
4-Oct	4	Reviewed DIP agreement as to restrictions on CapEx spending.	0.5
5-Oct	1	Collected and forwarded asbestos reports and literature to committee member.	0.4
7-Oct	7	Incorporated colleagues' review comments and additional schedules into Project Chi report.	1.3
8-Oct	7	Finalized draft of Project Chi report.	1.3
11-Oct	7	Continued drafting Project Chi report	0.5
12-Oct	7	Incorporated colleagues' additional comments into Project Chi report.	1.5
14-Oct	7	Incorporated colleagues' additional comments into Project Chi report.	0.5
15-Oct	7	Investigated open issue and prepared additional analysis for inclusion in Project Chi report based on E. Ordway's comments.	1.9
	7	Forwarded final project Chi report to counsel and committee chair.	0.3
16-Oct	7	Incorporated committee chair's comments in Project Chi report.	1.3
	7	Discussed final Project Chi report with S. Cunningham and disseminated to committee members.	0.5
17-Oct	3	Forwarded monthly operating reports to committee members.	0.3
18-Oct	5	Began preparation of fee application and supporting schedules for the period 9/1-9/30/01.	3.0
22-Oct	5	Continued with preparation of fee application and supporting schedules for the period 9/1-9/30/01.	2.0

23-Oct	5	Continued with preparation of fee application and supporting schedules for the period 9/1-9/30/01.	1.5
24-Oct	5	Continued with preparation of fee application and supporting schedules for the period 9/1-9/30/01.	2.9
	4	Followed up on inquiry by committee counsel regarding asbestos and environmental claims.	1.1
26-Oct	5	Continued with preparation of fee application and supporting schedules for the period 9/1-9/30/01.	1.9
	5	Prepared quarterly interim fee application for the period 7/1/01-9/30/01.	2.6
29-Oct	5	Finalized and forwarded to counsel monthly and quarterly fee applications for the periods ended 9/30/01.	2.1
	3	Read and analyzed most current monthly trustee report.	0.4
Total Hours - October			<u><u>30.8</u></u>

Exhibit D

W.R. GRACE & CO. ET. AL.
Professional Services Rendered by Christy Whitney
For the period October 1, 2001 through October 31, 2001

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
1-Oct	4	Reviewed five-year plan prior to meeting.	2.0
	4	Attended Company presentation of five-year plan at Blackstone.	0.5
	4	Prepared request list re: income taxes.	1.3
2-Oct	1	Attended Steering Committee meeting at Stroock to interview asbestos consultant.	1.5
	3	Edited report on five-year plan to reflect E. Ordway's comments.	8.5
3-Oct	7	Reviewed Project Chi report.	0.5
	7	Phone conversation to discuss Project Chi.	0.5
5-Oct	3	Finalized and distributed report on five-year plan.	3.0
9-Oct	4	Reviewed items received pursuant to 9/17 schedule request.	1.5
10-Oct	4	Attended meeting at Company to discuss legacy reserves.	7.0
12-Oct	5	Prepared September time summary.	0.5
15-Oct	4	Reviewed July Financial Reporting Package.	3.8
18-Oct	4	Participated in conference call with Company to discuss tax issues.	0.8
19-Oct	4	Participated in conference call with Company's attorneys to discuss tax information request.	0.8
	4	Reviewed tax information provided by Company and its attorneys.	1.3
Total Hours - October			<u><u>33.5</u></u>